

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Certificate of Merger |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------|----------|----------------|-----------------------|
| Mossimo, Inc. | | 10/31/2006 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|------------------------|
| Name: | Moss Acquisition Corp. |
| Street Address: | 2016 Broadway |
| City: | Santa Monica |
| State/Country: | CALIFORNIA |
| Postal Code: | 90404 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 16

| Property Type | Number | Word Mark |
|----------------------|----------|-----------|
| Serial Number: | 78471123 | BABY MOSS |
| Registration Number: | 1611314 | M |
| Registration Number: | 2903572 | MOSS |
| Registration Number: | 2157797 | MOSS |
| Registration Number: | 2155830 | MOSS |
| Registration Number: | 1746343 | MOSSIMO |
| Registration Number: | 2491176 | MOSSIMO |
| Registration Number: | 2051272 | MOSSIMO |
| Registration Number: | 1551068 | MOSSIMO |
| Registration Number: | 2341551 | MOSSIMO |
| Registration Number: | 2201308 | MOSSIMO |
| Registration Number: | 2053214 | MOSSIMO |
| Registration Number: | 2591646 | MOSSIMO |
| Registration Number: | 2329496 | MOSSIMO |

OP \$415.00 78471123

| | | |
|----------------------|----------|-------------------|
| Serial Number: | 78408094 | MOSSIMO GIANNULLI |
| Registration Number: | 2157796 | MOSSIMO GIANNULLI |

CORRESPONDENCE DATA

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 7145401235
Email: ipdocket@lw.com
Correspondent Name: Latham & Watkins LLP
Address Line 1: 650 Town Center Drive, Suite 2000
Address Line 4: Costa Mesa, CALIFORNIA 92626

| | |
|-------------------------|---------------------------|
| ATTORNEY DOCKET NUMBER: | 026472-0007 MERGER CERTIF |
| NAME OF SUBMITTER: | Patricia A. Conner |
| Signature: | /Patricia A. Conner/ |
| Date: | 10/31/2006 |

Total Attachments: 4
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Delaware

PAGE 1

The First State

I, HARRIETT SMITH WINDSOR SECRETARY OF STATE DO HEREBY SET AT THE
 DE LAWARE, AND HEREBY CERTIFY THAT THE SAID INSTRUMENT IS A TRUE AND
 CORRECT COPY OF THE ORIGINAL OF MERGERS WHICH HAS BEEN
 'MOS SIMON', INC. EXECUTED IN WILMINGTON O O O
 WITH AN INSTRUMENT ACQUISITION UNDER THE
 'MOS SIMON' IN A CORPORATION ORGANIZED UNDER THE
 LAWS OF THE STATE OF DELAWARE, AND VERIFIED AS TRUE BY THE
 OFFICE OF THE FIRST DEPT. OF STATE, ON THE 20th DAY OF DECEMBER 2006 AT 11:50
 O'CLOCK P.M.

A FLI COPY OF THIS INSTRUMENT IS BEING FORWARDED TO THE
 NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

4134103 8100M

060998763

AUTHENTICATION: 5160601

DATE: 10-31-06

TRADEMARK
 REEL: 003419 FRAME: 0147

CERTIFICATE OF MERGER

OF

MOSSIMO, INC.

INTO

MOSS ACQUISITION CORP.

Pursuant to Section 251(c) of the General Corporation Law

Mossimo, Inc., a Delaware corporation, desiring to merge with Moss Acquisition Corp., a Delaware corporation, pursuant to the provisions of Section 251(c) of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The names and states of incorporation of each constituent corporation are:

| <u>Name</u> | <u>State of Incorporation</u> |
|------------------------|-------------------------------|
| Mossimo, Inc. | Delaware |
| Moss Acquisition Corp. | Delaware |

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each constituent corporation in accordance with Section 251(c) of the General Corporation Law.

THIRD: The name of the surviving corporation is Moss Acquisition Corp.

FOURTH: Upon the effective date of the merger, Article FIRST of the Certificate of Incorporation of Moss Acquisition Corp. shall be amended to read as follows:

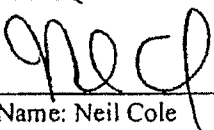
"FIRST: The name of the corporation is:
MOSSIMO, INC."

FOURTH: The Certificate of Incorporation of Moss Acquisition Corp., as amended hereby, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: An executed copy of the Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, c/o Mossimo, Inc., 2016 Broadway, Santa Monica, California 90404, and a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, Moss Acquisition Corp. has caused this Certificate to be executed this 31st day of October, 2006.

MOSS ACQUISITION CORP.

By: 
Name: Neil Cole
Title: President

Mossimo, Inc.
U.S. Trademark Schedule

| Trademark | Matter/SubCase | Status Class(es) | Application Number/Date | Registration Number/Date |
|--------------------|-----------------------|-------------------------|--------------------------------|---------------------------------|
| BABY MOSS | 026472-0578/ | Published 25 | 78/471123 20-Aug-2004 | |
| M IN A BOX DESIGN | 026472-0327/ | Registered 25 | 73/753277 16-Sep-1988 | 1611314 28-Aug-1990 |
| MOSS | 026472-0328/ | Registered 14,18 | 76/056284 24-May-2000 | 2903572 16-Nov-2004 |
| MOSS | 026472-0331/ | Registered 25 | 75/977002 29-Sep-1995 | 2157797 12-May-1998 |
| MOSS | 026472-0329/ | Registered 9 | 75/977001 29-Sep-1995 | 2155830 05-May-1998 |
| MOSSIMO (Block) | 026472-0335/ | Registered 9 | 74/186765 19-Jul-1991 | 1746343 12-Jan-1993 |
| MOSSIMO (Block) | 026472-0336/ | Registered 3 | 75/633095 02-Feb-1999 | 2491176 18-Sep-2001 |
| MOSSIMO (Block) | 026472-0337/ | Registered 14 | 74/610799 06-Oct-1994 | 2051272 08-Apr-1997 |
| MOSSIMO (Block) | 026472-0338/ | Registered 25 | 73/752329 16-Sep-1988 | 1551068 08-Aug-1989 |
| MOSSIMO (Stylized) | 026472-0438/ | Registered 18 | 75/759670 26-Jul-1999 | 2341551 11-Apr-2000 |
| MOSSIMO (Stylized) | 026472-0345/ | Registered 25 | 75/350621 02-Sep-1997 | 2201308 03-Nov-1998 |
| MOSSIMO (Stylized) | 026472-0344/ | Registered 14 | 74/610797 06-Oct-1994 | 2053214 15-Apr-1997 |
| MOSSIMO (Stylized) | 026472-0546/ | Registered 3 | 78/040066 20-Dec-2000 | 2591646 09-Jul-2002 |
| MOSSIMO (Stylized) | 026472-0437/ | Registered 9 | 75/689070 21-Apr-1999 | 2329496 14-Mar-2000 |
| MOSSIMO GIANNULLI | 026472-0577/ | Published 25 | 78/408094 26-Apr-2004 | |
| MOSSIMO GIANNULLI | 026472-0340/ | Registered 9 | 75/976992 19-Sep-1995 | 2157796 12-May-1998 |